

**"INTERNACIONAL DEMÓCRATA DE CENTRO" OR "CENTRIST
DEMOCRAT INTERNATIONAL"**

Abbreviated "IDC- CDI "

International non-profit association

Brussels Capital City Region

On 1st October 2020,

at the notary's *office* in Avenue Louise, 350/3, 1050 Brussels.

Before me, attorney **Stijn JOYE/Sophie MAQUET**, notary resident in Brussels (second canton), performing their role in the company "Sophie Maquet & Stijn Joy e, Notaires associés", with its head office in Avenue Louise, 350/3, 1050 Brussels.

APPEARING

1. – Mr. **Andrés PASTRANA ARANGO**, of Colombian nationality, born on 1 (), with address at (with Belgian BIS number), represented herein by Mr. Antonio Javier LÓPEZ- ISTÚRIZ WHITE, authorised further below under a private power of attorney to be attached hereto.

2.- Mr. **Antonio Javier LÓPEZ- ISTÚRIZ WHITE**, of Spanish nationality, born on 1 (), with address at (with Belgian BIS number:), present.

Declare hereby that they have founded an international non-profit making association and request the undersigned Notary to verify the authenticity of the articles of association of an international non-profit making association which they incorporate as follows, in accordance with Book 10 of the Belgian Code of Enterprises and Associations, and specifying that this association will only be a legal entity on the date of the Belgian Royal Order of Recognition, in accordance with Article 2:6 § 3 of the same Code:

ARTICLES OF ASSOCIATION

PREAMBLE

The association Internacional Demócrata de Centro-Centrist Democrat International, abbreviated IDC-CDI. *Internacional Demócrata de Centro/Centrist Democrat International*, is an association that brings together political parties, organisations and associations, and also natural persons, whose thinking and behaviour are based on Christian values and principles of integral humanism open to transcendence and united in brotherhood. This implies:

1. The inalienable recognition of the dignity of any person and the rejection of any discrimination based on birth, race, gender, religion, opinion or any other personal or social condition or situation.
2. The recognition and promotion of individual rights as defined in the Universal Declaration of Human Rights and the international covenants implementing it.
3. The orientation of its policy in favour of the values of truth, freedom, responsibility, justice and solidarity, in accordance with the core values of ethics of integral humanism.
4. The constant search for peace between peoples based on the above-mentioned values and a clear rejection of any form of extremism.
5. The recognition and assertion of the social nature of a person that is fulfilled as such through integration into the numerous communities that make up human society, particularly, the family.
6. Serving public good as a goal of political society and as a guiding standard for public authorities.
7. Recognising defence and promotion of democracy as a unique form of political organisation of nations guaranteeing the participation of all citizens in public life, in particular through free, general, periodic and secret elections, which in turn guarantee the

possibility of an alternation of power within the framework of a state governed by the rule of law that recognises the constitutional balance between the public authorities.

8. The pursuit of sustainable human development to meet the material, cultural and spiritual needs of people by ensuring respect for their freedoms and preserving natural resources.
9. Recognition, particularly in the economic field, of the need to reconcile the private interests of individual with those of others, and thus with those of society as a whole, through measures inspired by the principles of subsidiarity, solidarity and justice, by means of a social, solidarity-based and environmental market economy.
10. The promotion of forms of organisation and community participation that contribute, from civil society, to equitable development.
11. The defence of a centrist position from which it is possible to develop inclusive policies capable of introducing the changes required in society to achieve the greatest possible progress for all peoples through dialogue and consensus.

IDC-CDI is open to all political parties, organisations and associations, and to individuals, who share and apply the principles expressed in this preamble, even within the framework of a plurality of cultures and according to different levels of political rapprochement, considering the different socio-political realities observed in different geographical environments that have historically evolved in equally different ways.

The direct consequence of these different realities is none other than the growing inequality between modern societies that should be equitably favoured by development but are deprived of that development for a reason as random as their geographical location, which directly influences the political events that they experience and, consequently, the country's level of democratisation in view of its history.

One of IDC-CDI's main missions is to promote democracy, and human, political, economic, social and cultural development worldwide. It also has a moral obligation to help the most disadvantaged.

In the 21st century, in the era of the media, IDC must open up to the world by trying to make itself heard. The only way to achieve this is to establish direct relationships with new partners

who are prepared to fight for the same values in geographical areas where the democratic tradition is less present.

These are the fundamentals of the common action of people with different convictions within IDC-CDI and the only way their message can reach society and influence everyone equally.

TITLE I. THE ASSOCIATION AND ITS GOALS

Article 1. Validity and name

An international non-profit association called "**Centrist Democrat International**", abbreviated "**IDC-CDI**" is created, bringing together political parties, organisations and associations, and also individuals, who recognise and respect the principles expressed in the preamble. It is created for an unlimited term.

All acts, invoices, announcements and publications and other documents emanating from the international non-profit association shall state its name, preceded or followed immediately by the words "association internationale sans but lucratif" (non-profit making organisation) or the acronym "ISBL", the address of its Registered Office, the company number and the terms "registre des personnes morales" (register of legal entities) or the acronym "RPM" followed by the indication of the court where the legal entity's registered office is located. The logo identifying the association shall be added as Annex 1.

This association is governed by Book 10 of the Belgian Code of Enterprises and Associations.

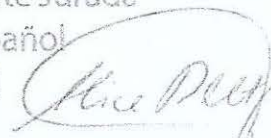
Article 2. Registered Office

The Association's Registered Office is established in the Brussels-Capital City Region.

The registered office may be moved to any other place in the French-speaking region or in the Brussels-Capital City region by simple decision of the Executive Committee.

The decision to move the registered office adopted by the Executive Committee of the same Region will only amend the articles of association if the exact address of the registered office is given. In the latter case, the decision to transfer shall be recorded in a legitimate

deed.



If the registered office is moved to another Region, even if there is no change in the language system, the decision taken by the Executive Committee will amend the articles of association and shall be recorded in a legitimate deed.

The decision to move the registered office to another linguistic region shall entail a translation of the articles of association and it shall be the General Assembly's responsibility, which shall record it in a legitimate deed.

The Association may open other representative offices anywhere in the world to expand its activity, by means of a decision of the Executive Committee.

Article 3. Goals

The following are the Association's selfless goals, which will always act on a non-profit basis:

1. The assertion of its political identity with a centrist position.
2. The preparation, representation and dissemination of common positions of all its members that define the Association's profile.
3. The strengthening of relations between the political parties and organisations making it up, based on the fundamental principle of solidarity, and the search for links with new political parties and organisations that evidence their link with the values of IDC-CDI.
4. The promotion and strengthening of its political presence on the international scene in order to respond to the new challenges of modern society.
5. The promotion of democracy and human, political, economic, social and cultural development throughout the world, which are prerequisites for stability and public peace.
6. The promotion of the participation of women and young people in public life, instilling in the new generations the need for their democratic contribution, in accordance with the core principles of IDC-CDI and its scale of values, and involving them in decision-making and the development of civil society.

Article 4. Activities

To achieve these goals, IDC-CDI will mainly develop the following activities:

1. Organise scheduled statutory meetings.
2. Organise seminars and meetings in addition to the statutory meetings.

3. Prepare and coordinate the common positions of its members to present them in the context of international forums and events.
4. Encourage the search for links with political parties, organisations and associations linked to its principles.
5. Contribute to the development of the ideas expressed in the preamble, and to its own values and principles through reflective activities.
6. Act on behalf of individuals, groups, parties or organisations that are chased or face great hardship.
7. Cooperate with other international organisations with which it shares specific views.
8. Prepare publications in any written or electronic medium that allows the dissemination of its values and principles.
9. Seek to mobilise resources by seeking financial support from all other national or international institutions to achieve its goals.

The association may carry out all actions that are indirectly or directly related to its purpose. It may also support and take an interest in any activity that is similar to its purpose. It may submit requests for subsidies and make bids to public or private institutions for the realisation of its purpose.

TITLE II. MEMBERS OF THE ASSOCIATION

Article 5. Number

The number of IDC-CDI members, regardless of their category, shall be unlimited and may not be less than two (2).

Article 6. Categories

IDC-CDI members may become Ordinary Members, Observer Members or Extraordinary Members.

- a. Ordinary members** are political parties or movements that identify with the values and principles that inspire IDC-CDI, share its goals and activities, have applied for membership and have been admitted as ordinary members like the founders of the association and will remain so until at least two (2) other ordinary members are appointed (indeed, once at least two (2) other ordinary members have been appointed, the founders will automatically become extraordinary members). In the event of death or resignation of one of the founders, the internal rules of procedure shall provide for their replacement.

- b. **Observer members** are political parties or movements that support the values and principles that inspire IDC-CDI, share its goals and activities, have applied for membership and have been admitted as observer members.

In particular, this category will include those who have expressed their firm desire to join IDC-CDI, who are committed to the realisation of the values set out above and who may be of great interest or help to its development in a given region.

- c. **Extraordinary members** are natural persons, and associations or foundations that support the values, principles, goals and activities of IDC-CDI, have applied for membership and have been admitted as extraordinary members. In particular, this category includes regional, women's and youth organisations recognised by IDC-CDI.

In addition, the Advisory Board members, the honorary presidents and vice-presidents shall be full extraordinary members (with the confirmation of the Executive Committee) for the duration of their term of office, which shall be governed by the internal rules of procedure.

Article 7. Rights

Regardless of their status, IDC-CDI members shall have the following rights:

1. To participate in its activities, meetings (excluding meetings of the Executive Committee, which may be attended only by special invitation of the President or the Secretary-General, when delegated by the President) and seminars.
2. To receive information, including in electronic form, concerning meetings and decisions taken.
3. To propose and support any type of activity that favours the achievement of the statutory goals, according to the instructions of the Executive Committee.

Only ordinary members and observer members shall have the right to speak and vote at the Assembly, according to the rules described in the internal rules of procedure.

Extraordinary members will be called to any General Assembly but will not have the right to vote, they will only have advisory voice.

Article 8. Obligations

Regardless of their category, IDC-CDI members shall have the following obligations:

1. Accept, defend and respect the values and principles on which the organisation is based.
2. Be up to date with the payment of the fees approved by the Executive Committee according to internal regulations.
3. Participate actively in the Association's own activities.
4. Represent the Association diligently and with good faith in the context of the missions entrusted thereto.

Article 9. Admission and exclusion

The decision on admission and the membership category shall be made by the Executive Committee.

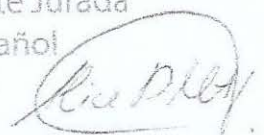
The Executive Committee will decide on the admission of a new member, regardless of its category, after having received an application with the following documents:

- In the case of natural persons, a *curriculum vitae*.
- In the case of legal entities, a document identifying the ideological principles, and the Articles of Association and internal regulations, all this with the details of the Executive Committee.

For admission, applications shall be approved by a simple majority of the Executive Committee members present, in accordance with Article 19 of the articles of association.

All documents must be provided in their original language, with a translation into English or Spanish, the official languages of the Association.

The exclusion of a member, whatever the category, on the motion of the Executive Committee, which shall have previously summoned the excluded member to hear his case, shall be decided by the Assembly which shall act by a qualified majority of two thirds of its members with the right to vote



who are present. The excluded member will lose all rights in connection with the Association.

Members shall be free to withdraw from the Association at any time by submitting their resignation in writing to the President.

Article 10. Membership Fees

All members of the Association must pay a compulsory annual fee according to the category they belong to (ordinary, observer or extraordinary members), the amount, exceptions and sanctions of which will be determined in the internal rules of procedure.

TITLE III. BODIES OF THE ASSOCIATION

Article 11. Bodies

The IDC-CDI bodies are:

- 1) The Assembly
- 2) The Governing Body, which is called the "Executive Committee"
- 3) The President
- 4) The Secretary-General
- 5) Regional organisations
- 6) The Treasurer
- 7) The working groups
- 8) The Advisory Board

Article 12. The Assembly

The Assembly will be IDC-CDI's sovereign decision-making body. It shall meet at least once a year on the motion of the Executive Committee.

The Ordinary General Assembly (which approves the annual accounts) will meet within six months of the end of the financial year.

It may also be convened extraordinarily on the motion of the President, or if necessary, be convened in accordance with Article 10:6 of the Belgian Code of Enterprises and Associations.

The Assembly shall be convened by the President at least 60 days before the date on which it is to be held in order to set its date. The agenda must be sent 15 days before the date of the meeting.

The notice of meeting and the agenda shall be in writing (letter, fax or e-mail).

Article 13. Composition of the Assembly

The General Assembly will be composed of all the members of the association (ordinary members, observer members and extraordinary members), and the members of the Executive Committee. Only ordinary members and observer members shall have the right to vote. Extraordinary members may be consulted.

Ordinary, observer and extraordinary members who are political parties or movements shall be represented respectively by a member appointed by the party or political movement.

Article 14. Powers

The Assembly shall have the powers to:

1. Make decisions regarding the IDC-CDI's values, principles and goals.
2. Develop policies on the programme that should characterise the Association's centrist profile.
3. Make amendments to the Articles of Association.
4. Appoint and revoke the Association's honorary presidents on the motion of the Executive Committee.
5. Elect the President and vice-presidents every four years.
6. Confirm the appointment of the executive committee members as described in points 17.2 and 17.3 of the articles of association.
7. Revoke any of the members of the Executive Committee on the proposal of the President or other members of the Executive Committee.
8. Ratify the decisions of the Executive Committee, when such ratification is provided for in these articles of association.
9. Exclude IDC-CDI members, in accordance with Article 9 of these articles of association.
10. Decide on the audit report and terminate the association.

11. Grant the "Aristides Calvani" award on the motion of the Executive Committee in recognition of an eminent and internationally recognised service in favour of the values and principles that characterise IDC-CDI.
12. Dissolve the AISBL (International Non-Profit Association).
13. Where appropriate, appoint and remove the auditor and set the corresponding remuneration.
14. Approval of annual accounts.

Article 15. Majority system

The General Assembly may only deliberate, for any decision, if one third (1/3) of the members entitled to vote are present. If the quorum is not reached, the Assembly shall be convened in second instance according to the same terms and conditions and shall deliberate regardless of the number of voting members present.

The Assembly shall take all its decisions by a simple majority of the members with voting rights present, with the exception of two cases:

- a. The amendment of the Articles of Association.
- b. The dissolution of the Association and the final destination of its assets, without prejudice to the provisions of the Code of Enterprises and Associations
- c. The exclusion of a member in accordance with Article 9 of the articles of association.

Without prejudice to the provisions of the Code of Enterprises and Associations.

Decisions connected with points a) and b) above shall require a qualified majority of 2/3 of the voting members of the Association present.

Under no circumstances may a vote be taken by power of attorney granted to a third party.

The Executive Committee shall inform the members of the Association, irrespective of their category, of any proposal concerning the above points with at least 60 days' notice before the Assembly's meeting which shall adopt the decision. Any proposal for an amendment of the articles of association or the dissolution/liquidation of the association must emanate from the Executive Committee or at least two-thirds of the members with voting rights.

The decisions made by the Assembly shall be transcribed in minutes to be approved during the following Executive Committee. The minutes shall be signed by the President and the Secretary-General and shall be kept at the registered office where they can be consulted by the members, without being moved.

Article 15 bis. Telematic meeting of the Assembly

The General Assembly may be convened, held and participated in, if necessary, by telematic means. Members participating in the General Assembly in this way shall be deemed to be present at the place where the General Assembly is held provided that the conditions for attendance and majorities are observed. The Executive Committee may define all the modalities of these General Assemblies held by telematic means, if necessary, within the limits of the Law.

Article 16. The "Executive Committee"

The Executive Committee is the governing body of IDC-CDI. It shall meet at least twice a year as proposed by the President, who shall determine the date and place of the meeting and the agenda. An extraordinary meeting of the Executive Committee may also be convened if requested by absolute majority of the Executive Committee members to the President.

The Executive Committee's meeting shall be convened by the President at least 45 days before the date of the meeting in order to set the date. The agenda, however, should be sent 15 days before the meeting. The notice of meeting and the agenda shall be in writing (letter, fax or e-mail).

If necessary, the Executive Committee may be convened by telematic means and all decisions shall be as valid as in the case of face-to-face Executive Committees and under the same conditions. In addition, in some Executive Committees, with the authorisation of the President, a member who is unable to travel may attend the meeting by telematic means under the same conditions.

Article 17. Members of the Executive Committee: Directors

The Executive Committee shall be composed of at least eleven (11) persons,

namely:

1. The President and Vice-presidents.
2. The Secretary-General
3. The Treasurer
4. The Presidents of the regional organisations recognised by IDC-CDI, as Vice-presidents, provided that they are members of parties that are ordinary members of IDC-CDI. Otherwise, the regional organisation concerned shall elect one of its Vice-presidents who fulfils this condition as ex officio Vice-president.
5. The Presidents of women's and youth organisations and any other organisation recognised by IDC-CDI, provided that they are members of parties that are ordinary members of IDC-CDI. Otherwise, the organisation concerned shall elect instead one of its Vice-presidents who fulfils this condition as ex officio Vice-president.

The members of the Executive Committee referred to in point 1 hereof shall be elected by the Assembly for a renewable term of four years. The Secretary-General referred to in point 2 hereof is appointed by the President for a renewable four-year period and this appointment shall be ratified by the General Assembly. The Treasurer referred to in point 3 hereof is appointed by the President or the Secretary-General when this role is delegated thereto by the President, for a renewable four-year period and this appointment shall be ratified by the General Assembly. The persons referred to in points 4 and 5 are full members of the Executive Committee and the General Assembly takes note of this.

The internal rules of procedure determine the procedure for presenting candidacies for President and Vice-President, and the voting rules for the Executive Committee's members. The President, Vice-presidents and Secretary-General must be part of an ordinary member of the Association. In the event of a vacancy in the post of President or Vice-President, their replacement shall be decided by the Executive Committee by a majority of two thirds of its members present.

On the proposal of the Executive Committee, its members may be revoked by the General Assembly which shall decide by the majority established in Article 15 of the articles of association. They may also resign by sending a letter to the President and the Secretary-General.

During the constitution of the Association, the Executive Committee will be composed only of the President and the Secretary-General until the first assembly following the constitutional act.

Article 18. Competences

The Executive Committee has all the management and administration powers subject to the powers of the General Assembly or any other body under these articles of association.

The Executive Committee shall have the following powers:

1. To draft and modify the internal rules of procedure.
2. To draw up and amend the regulations concerning the modalities and formalities linked to the right to vote, which shall be ratified by the Assembly.
3. To admit and propose the exclusion of members.
4. To propose changes to the statement of values, principles, goals and activities of IDC-CDI, and to the programme policies that characterise it and its articles of association, with a view to be approved by the Assembly.
5. To approve IDC-CDI activities, working documents, resolutions, events and outstanding programmes, and to organise temporary working committees when necessary to achieve its goals.
6. To draft and amendment quota regulations.
7. To draft the Association's financial report, budget and annual accounts, on the proposal of the President and the Secretary-General.
8. To construe the Articles of Association, and to solve situations not foreseen therein.
9. To recognise regional organisations like-minded with IDC-CDI.
10. To delegate day-to-day management in accordance with Article 28 of the articles of association
11. To delegate to individuals of the representation of IDC-CDI before any international body.
12. Any act required or useful to achieve the Association's goals or activities, which is not the responsibility of another body under these articles of association.

Article 19. Majority system

The Executive Committee may only deliberate if half (50%) of its members are present. Telematic participation under Article 16 shall have the same effect on the calculation of the quorum as physical presence.

All decisions of the Executive Committee shall be taken by a simple majority of the votes of its members present, unless the articles of association provide for a different quorum.

Under no circumstances may a vote be taken by power of attorney granted to a third party.

The decisions of the Executive Committee shall be recorded in minutes to be approved at the next meeting of the Executive Committee. The minutes shall be signed by the President and the Secretary-General and shall be kept at the registered office where they can be consulted by the members, without being moved.

Article 20. IDC-CDI Regional Organisations

The IDC-CDI regional organisations are territorial groupings of members of IDC-CDI which, associated with the latter, act according to the powers established by their articles of association, limited to each defined geographical area: Europe, America, Africa, Asia-Pacific and the Middle East.

In each of the defined geographical areas, different regional organisations may coexist to achieve the goals of the Association. The procedure for the admission of the IDC-CDI regional organisations shall be governed by the internal rules of procedure.

Its composition, powers and functioning shall be defined in the internal rules of procedure.

Article 21. Working groups

The Executive Committee shall set up temporary working groups whenever it is deemed necessary to carry out specific activities in order to achieve the goals of IDC-CDI.

All members who so request may participate in their deliberations.

Its composition, powers and functioning shall be defined in the internal rules of procedure.

Article 22. Advisory Board

The Advisory Board is the IDC-CDI's highest consulting body.

Its main role is to issue opinions at the request of the Executive Committee expressing its views on the issues raised. In any case, such opinions shall not be binding.

Its composition, powers and functioning shall be defined in the internal rules of procedure.

Article 23. Other bodies

The internal rules of procedure shall define the composition, operation and powers of any other body that can contribute to achieving the Association's goals.

TITLE IV. PRESIDENT, SECRETARY GENERAL AND TREASURER

Article 24. President

The President of IDC-CDI shall be responsible for the organisation's political management, shall be the Organisation's spokesperson and shall be responsible for representing IDC-CDI before other organisations and official bodies, for defining the external and internal policies and the communications policy. The President shall be elected every four years by the Assembly and his or her term of office may be renewed when it expires for additional four-year periods. The President is not allowed to serve simultaneously as president of an IDC-CDI regional organisation.

The President shall direct the execution of the Assembly's and of the Executive Committee's decisions and shall chair all bodies of IDC-CDI. The President shall designate a vice-president who shall be responsible for replacing him/her in his/her absence.

Should the President resign before the end of the term of office, the Executive Committee shall propose one of the Vice-Presidents to replace him/her or may call a General Assembly meeting to elect a new President. In case of replacing the President, the

alternate President shall remain in office only for the remainder of the term.

The President shall appoint the Secretary-General and the Treasurer whose terms of office shall be ratified by the General Assembly.

Under their responsibility, the Executive Committee may entrust specific responsibilities to the Vice-Presidents and other members of the Executive Committee.

The President shall represent the Association legally and vis-à-vis third parties; shall validly sign documents involving the association; shall not need to justify his powers to any third parties.

Article 25. The Secretary-General

The Secretary-General shall be elected by the President for a four-year term, and this term of office may also be renewed upon expiry for additional four-year term. The General Assembly will ratify its term of office.

The Secretary-General shall be responsible for conducting the day-to-day operations of IDC-ICD under the President's direction, in accordance with the decisions of the Assembly and the Executive Committee and shall be responsible for representing IDC-ICD vis-à-vis other organisations, when so indicated by the President.

The Secretary-General shall have the following powers:

1. Control all political, economic and financial aspects of the organisation.
2. Manage ICD-CDI's internal and external communications in accordance with the guidelines of the President and in the cases indicated thereby.
3. In agreement with the President, to appoint and supervise the General Coordinator, the Special Regional Representatives, and the administrative staff required to perform IDC-CDI's activities and to achieve its goals.
4. To control the adhesions and the expulsions of the members by means of prior consultation of the President, to summon the ordinary and extraordinary meetings of the Assembly and the Executive Committee, mentioning their place, date and agenda.

5. To monitor the functioning of regional organisations and the work of the relevant working groups.

Article 26. The Treasurer

The treasurer shall be responsible for the appropriate budget implementation relating to income and expenditure and shall ensure IDC-CDI's financial independence.

It shall prepare the draft budget with the Secretary-General's approval and submit it to the Executive Committee. It shall also draw up the financial report and the annual accounts which, at the request of the President, shall be drawn up by the Executive Committee.

The financial year shall begin on 1 January and end on 31 December of each year.

The internal rules of procedure shall define the provisions required for the correct economic functioning of the Association.

The Executive Committee may organise a financial resources committee to assist, in cooperation with the Treasurer, in raising funds for IDC-CDI.

Article 27. The General Coordinator and the Special Regional Representatives

The General Coordinator and the Special Regional Representatives are appointed by the President and the Secretary-General for a renewable term of office of four years.

At the General Assembly and Executive Committees, they shall have the right to speak but not to vote.

Powers of the General Coordinator:

- a) The General Coordinator shall carry out the instructions received by The president and the Secretary-General.
- b) The General Coordinator will coordinate and monitor all the organisation's activities.

c) The General Coordinator shall be responsible for the activities carried out by the Special Regional Representatives and will supervise these activities and their performance, in addition to other members of the organisational team.

d) The General Coordinator shall convene coordination meetings regularly and whenever required with the Special Regional Representatives, and with the different members of the organisation team to follow up on the different activities and supervise work on a daily basis.

e) He/she will manage and supervise the different events and meetings organised or promoted by the Organisation.

Responsibilities of the Special Regional Representatives

a) The Special Regional Representatives shall be responsible for all development, follow-up and contacts with political parties, and for activities in the geographical areas assigned to them and shall report on their activities to the General Coordinator on a regular basis.

b) Under the President's and the Secretary-General's management, they may temporarily take over some activities that differ from their regional activities or in collaboration with the General Coordinator or another member of the Organisation.

Article 28. Daily management

The Executive Committee, on the proposal of the President and the Secretary-General, may delegate the Association's day-to-day management, with the use of the signature corresponding thereto, to one or more persons elected within or even outside the Association, and whose powers they shall be determined. They may also act separately.

The Executive Committee, on the proposal of the President and the Secretary-General, may terminate this delegation at any time and delegates may also resign.

Article 29. Dissolution

The Association shall not be dissolved following the death, dissolution or resignation of a member, provided that the number of members is not less than two.

The Association may be voluntarily dissolved by decision of the Assembly, adopted by a qualified majority of two-thirds (2/3) of the members with voting rights present.

In the event of voluntary dissolution, the Assembly will appoint the liquidator(s).

In the event of dissolution, the Assembly shall decide on the allocation of the assets, which must serve a selfless purpose.

TITLE V. FINAL PROVISION

Article 30. Final provision

Anything not provided for in these articles of association, and in particular the formalities for publicity, shall be governed by the provisions of the law.

In the event of dispute or arbitration, the Belgian courts shall have jurisdiction.

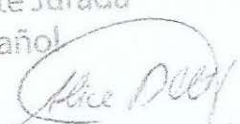
TRANSITIONAL PROVISIONS

These transitional provisions shall enter into force on the date of the Royal Decree of recognition referred to in 2:6 § 3 of the Code of Enterprises and Associations.

I.

ASSEMBLY

All those appearing, meeting in assembly, declare additionally to determine the initial names of the members of the Executive Committee's members, the President, the Secretary-General, accounts auditors if applicable, to determine the closing of the first financial year and the date of the first Ordinary General Assembly. One or more extraordinary meetings may be called if required, according to the needs of the association.



The assembly unanimously decides the following:

1.- The governing body, is the so-called "Executive Committee".

The assembly decides to determine the number of members of the Executive Committee at two (2) and to appoint the following directors:

1.-**Mr Andrés Pastrana Arango**, present here, who accepts.

2.-**Mr Antonio López-Istúriz White**, present here, who accepts.

The term of office of the Executive Committee members appointed this way shall be effective from the date on which the Association becomes a legal entity and for a term of four (4) years in accordance with Article 17 of the articles of association.

The term of office of the members appointed this way is not remunerated, unless the Assembly decides otherwise.

2.- President.

The Assembly decides to appoint as President of the Association:

Mr **Andrés Pastrana Arango**, present here, who accepts.

The term of office of the President appointed this way shall be effective from the date on which the Association becomes a legal entity and for a term of four (4) years in accordance with Article 17 of the articles of association.

The term of office of the elected President will not be remunerated, unless the General Assembly decides otherwise.

3.- Secretary-General.

The President, called in this way and present here, decides to appoint Mr **Antonio López-Istúriz White**, as Secretary-General, and he accepts. The term of office of the Secretary-General appointed in this way shall be valid, as far as the Association is concerned, from the time it becomes a legal entity and for a term of four (4) years, in accordance with article 17 of the articles of association.

The Secretary-General's term of office is thus not remunerated, unless the General Assembly decides otherwise.

The Executive Committee ratifies this decision in accordance with Article 17 of the articles of association.

4.- Internal and external auditors.

The General Assembly decides not to appoint either internal or external auditors.

5.- First financial year.

The first financial year will begin on the date it becomes a legal entity and will close at the end of December of the same year.

6.- First Ordinary General Assembly. (That is, the General Assembly that approves the annual accounts).

The first Ordinary General Assembly will be held during the six months following the close of the first accounting period.

7.- Expenses.

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The expenses generated during the transition period that are incumbent on the company, on its creation and processing or of any other nature, will be included in the first financial year. Incorporation costs amount to 3,124.06 euros.

8.-Registered office.

The registered office is located at ***Rue du Commerce 10, 1000 Brussels.***

II.

EXECUTIVE COMMITTEE

The Executive Committee meets immediately after the previous general assembly and makes the following decisions:

1.- Annual membership fee.

The membership fees will be proposed by the internal regulations, according to Article 10 of these articles of association.

2.- Special representation.

The Executive Committee, in agreement with the President, decides to appoint as special representative:

Mr Antonio López-Istúriz White, who acts individually and with power of sub-delegation in order to:

(a) - Carry out all the formalities with the Belgian Federal Public Justice Service (SPF Justice), the court registrar of the Belgian Commercial Court (Tribunal de l'Entreprise), the bank Banque Carrefour des Entreprises, the Belgian official gazette (Moniteur Belge) and any other competent administration; to that end, the representative

shall have the power to sign all deeds, documents, minutes, files, extracts or forms required.

b)- Draw up, complete and sign on behalf of the members the association's registry book of members.

The Executive Committee, in agreement with the President, shall decide to appoint the undersigned notary to apply for royal approval to the Belgian Federal Public Service of Justice (SPF Justice), to deposit the minutes and articles of association with the court registrar of the Commercial Court of Brussels (Tribunal de l'Entreprise) and to publish these minutes in the annexes to the Belgian official gazette (Moniteur Beige).

3.- Assumption of obligations.

The Executive Committee declares to ratify and integrate in the first corporate year of this Association all the operations carried out by any of the founders, on behalf of the Association, under incorporation, from the time these articles of association are signed.

As for the activities to be carried out after these meetings and until the association's legal entity is established, the Executive Committee, of which the founders are part, declares to constitute Mr. Antonio López-Istúriz White as representative and to grant him the power to take on, on its behalf and representation, the required and useful obligations for the realisation of the purpose on behalf of the Association under incorporation, constituted by those present.

This term of office shall only take effect if the agent, when assuming such obligations, also acts on his/her own behalf. The operations carried out under this term of office and adopted on behalf of the Association under incorporation and the obligations arising therefrom shall be deemed to have been assumed from the outset by the Association hereby established. These obligations shall enter into force only on the day on which the legal entity is established.

4.- Daily management

The Executive Committee, on the proposal of the President, may delegate the daily management of the association, with the use of the

corresponding signature

A handwritten signature in black ink, appearing to read 'Alicia Díaz Martínez', written over the printed name and number.

For such purpose, to one or more persons, elected from within or even outside it, whose powers shall be determined.

The Executive Committee, on the proposal of the President, may terminate such delegation at any time, and delegates may also tender their resignation.

Deed fees

(Miscellaneous fees and taxes)


The deed fee to be charged for this document amounts to ninety-five point zero zero (95.00) euros.

Information - Advice

The participants declare that the notary has fully informed them of their rights, obligations and burdens arising from the legal transactions in which they are involved and has advised them in a completely impartial manner.

ANNEX

IDC-CDI



FOR COMPLIANT CERTIFIED COPIES

[Round Stamp: Sophie MAQUET [text in French]]



ALICIA DÍAZ MARTÍNEZ
Traductora-Intérprete Jurada
de inglés y español
Nº. TIJ: 731

A handwritten signature in cursive script, appearing to read "Alicia Díaz Martínez".